

NON-DISCLOSURE AGREEMENT

This Agreement dated _____ is between _____ (Seller);

and _____ (Purchaser);

and _____ (Purchaser's Agent/Broker).

It is mutually agreed upon that all information disclosed to the Purchaser(s) and Purchaser's Agent/Broker shall be considered confidential. These disclosures shall include any written or oral disclosures.

All financial plans, marketing plans and business plan information submitted by the Seller to the Purchaser(s) and Purchaser's Agent/Broker disclosing the process, equipment, formulation, know-how, trade secret, operation technique, statistics, invention or other property belonging to the Seller shall be kept under such filing and storage system by the Purchaser(s) and Purchaser's Agent/Broker as to prevent access thereto by any employee or other person other than employees directly responsible for and actively engaged in evaluating this investment opportunity.

All such materials furnished by the Seller and any copies or reproductions thereof made by Purchaser(s) and Purchaser's Agent/Broker shall be returned to the Seller immediately after they have served the purpose for which they were furnished and/or request to return them by the Seller is made.

This AGREEMENT must be acknowledged by the Purchaser(s) and Purchaser's Agent/Broker and returned to the Seller.

PURCHASER Date

PURCHASER Date

PURCHASER'S Agent/Broker Date